

Company Number 2661279

THE COMPANIES ACTS 1985 & 1989

A PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

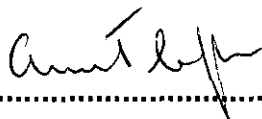
- OF -

THE GAYMER GROUP OVERSEAS HOLDINGS LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at Whitchurch Lane, Bristol on 27 August 2003 the following Resolution was duly passed as a Special Resolution:-

SPECIAL RESOLUTION

THAT, pursuant to Section 250 of the Companies Act 1985 (as amended), the Company shall be exempt from the provisions of the Companies Act relating to the audit of accounts and the Company shall not appoint auditors in this and subsequent years, until it shall cease to be so exempt.



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Anne T Colquhoun

Director & Company Secretary

14 October 2003
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Date

